

Hisega Meadows Water, Inc
Special Member Meeting
MINUTES--Monday---August 15, 2017—6:30 PM
Johnson Siding Community Center

Present: Rick Schurger VPres.(2020), Craig Fischer Treas.(2020), Ron Gordon-Director-(2019), Randy Smart-Director, Lona Lau (staff), Pam Anderson (staff) Scott Licht-(staff), Keith Lau (staff),

There were 82 members and residents attending, with 72 member votes.
19 Proxy votes were submitted

With the resignation letter of Larry Deibert included in the handouts for attendees, the position of Board President was vacated. Vice-Pres. Rick Schurger called the meeting to order at 6:38 PM.

Use of Proxy votes. Randy Smart introduced

---Founding HMWI Pres. Dave Hanna who spoke about the intent of the Board regarding the use of proxy vote in the By-Laws It was never intended for a general proxy but for specific issue.

---Member Richard Smith, Exec Director of the Red Cross, shared with the members that organizations typically use proxy in order to meet a quorum vote on specific issue. It is normal for organizations to go through changes. He stressed that it is in the best interest of the membership, that we work together to reach resolutions and clarifying the By-Laws and a website are good ways to start.

---Member Dan Fuller, Ret. Chief Master Sargent USAF, agreed about By-Laws and said they take precedent over Robert's Rules. Membership is in jeopardy if the member does not follow By-Laws

Board allowed quote "the current proxy's to be used for a new Board member this one time. From now on, no member will be allowed to send out any proxy's or other documents that appear to be from the Board."

Appreciation for the service of former Board Members and Larry Deibert was expressed with applause.

Website:

John Nelson, computer tech service provider for HMWI, and resident water-user spoke about his possible plans for creating a HMWI website and the kind of information it could provide to build better communication and transparency with members. He asked for 4-5 volunteers to serve with him on an Ad Hoc Website Committee to provide input. Brian McKiernan, Pam Anderson, Callie Hamilton, Ken Moss, and Chris Jirsa volunteered. Committee was tasked to provide the Board with two bids.

Call Multiplier

Member Monica Stoltenberg spoke about the good response the robo calls had for the Annual and Special Member Meetings. Board shared that the Board meetings are to conduct business. While members may attend the meetings on the second Monday of each month, they should arrange to be on the agenda and state their purpose if they wish to speak. It was decided that funding robo calls for Annual and Special Member meetings and water service issues should continue. Regular Board Meetings can be addressed on the website by possible posting of agendas and minutes.

Landscape Compensation:

Former Pres. Larry Deibert explained the procedures followed with funds regarding landscaping compensation after Phase 1, 2, and 3. As a result of the unsatisfactory landscaping after Phase 1, the Board, Quinn, and Advanced Engineering established a pass through account of \$13,504 plus taxes retainage from the Quinn contract. He explained that member compensation invoices were paid with a HMWI check after being accepted for the Quinn /Adv Eng pass-through account. When a letter from AdvEng approved the submitted invoice the member was compensated. It was

the contractor who made the determination if the amounts on the invoice were reasonable and could be deducted. It was not the Board's responsibility. Everyone was paid for the invoice they submitted.

Treas. Craig Fischer stated that the hourly/rental rates he invoiced were to City specs (for watering new grass for 3 weeks) and Quinn labor rates of \$30hr.

Member Chris Jirsa stated that her property was affected with incomplete/unsatisfactory work beginning Oct2014. In Apr2016 she decided to do the work herself. The Board and Worax told her that watering was the property owner's responsibility. Her invoice for \$20hr. labor included only the hours she hauled dirt in a wheel barrow, and topsoil, seed, etc. She has accepted what happened and asked that Board members, in the future, be on the same page when communicating with members. She suggested the recording the yes or no votes in the Board minutes so members know how Board Members voted. . Discussion followed. Board agreed to record votes in minutes.

After a robust discussion by the membership, the meeting was called back to order. No further action by the Board was planned.

By-Law Changes

Member Sandi Moss spoke about the need to review changes made in the By-Laws. It was agreed to develop a member committee to review By-Laws. Volunteers to serve on an Ad Hoc By-Laws Committee are Sandi Moss(Chair), Byron Schulz, Sally Chalk, Larry Deibert, and Richard Smith. They will review the By-Laws and make recommendations to the Board. Randy Smart asked that they pay particular attention to the Proxy vote and membership issues that were in question earlier in the meeting.

Election of Board Directors Seats

There were two open seats. One (1-year) position was to replace Norm Tschetter's term which was being served by Board appointment. The other (2-year) term was to replace Larry Deibert's term.

There were no further nominations from the floor.

Penny Kaiser was elected to the 2 year term by unanimous voice vote.

Randy Smart was elected to the 1 year term by unanimous voice vote.

With a quorum attending, proxy votes were unnecessary.

Representatives from each area:

After brief discussion, it was agreed to see if the necessity of liaisons could be met with the planned website.

Pump House Project Completion:

Craig Fischer explained what work is needed yet at the new Pump House and asked for volunteers. Craig will coordinate the completion of the work needed still needed at the Pump House.

Mission Statement

It was decided that the By-Law Committee would also develop a mission statement to propose to the Board.

Appreciation to Operator Scott Licht was shown for all of his service and dedication to HMWI over the years and our water for every morning shower. Jeff Lau was also recognized for all of his work and service.

With no further questions on Annual Financial Report or other issues, Randy Smart moved to adjourn and Craig Fischer seconded. Meeting adjourned at 7:58PM

Respectfully Submitted
Pam Anderson